

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 15 & 112

**CERTIFICATION OF COUNSEL REGARDING FINAL ORDER (I) AUTHORIZING
(A) DEBTORS TO CONTINUE TO MAINTAIN EXISTING CASH MANAGEMENT
SYSTEM, BANK ACCOUNTS, AND BUSINESS FORMS, (B) DEBTORS TO OPEN AND
CLOSE BANK ACCOUNTS, AND (C) FINANCIAL INSTITUTIONS TO ADMINISTER
THE BANK ACCOUNTS AND HONOR AND PROCESS RELATED CHECKS AND
TRANSFERS, (II) WAIVING DEPOSIT AND INVESTMENT REQUIREMENTS,
AND (III) ALLOWING INTERCOMPANY TRANSACTIONS AND
AFFORDING ADMINISTRATIVE EXPENSE PRIORITY TO
POST-PETITION INTERCOMPANY CLAIMS**

The undersigned counsel to the above-captioned debtors and debtors in possession
(the “**Debtors**”) hereby certifies as follows:

1. On September 22, 2024, the Debtors filed the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing (A) Debtors To Continue To Maintain Existing Cash Management System, Bank Accounts, and Business Forms, (B) Debtors To Open and Close Bank Accounts, and (C) Financial Institutions To Administer the Bank Accounts and Honor and Process Related Checks and Transfers, (II) Waiving Deposit and Investment Requirements, and (III) Allowing Intercompany Transactions and Affording Administrative Expense Priority to Post-*

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

Petition Intercompany Claims (D.I. 15) (the “**Motion**”).² A proposed form of order granting final relief was attached to the Motion (the “**Proposed Order**”).

2. The Debtors have revised the Proposed Order to incorporate comments from the Office of the United States Trustee (the “**U.S. Trustee**”), PrimeRevenue, Inc., and the Official Committee of Unsecured Creditors (the “**Committee**”). The revised form of order granting the relief requested in the Motion on a final basis (the “**Revised Proposed Order**”) is attached hereto as **Exhibit A**.

3. A redline comparing the Revised Proposed Order against the Proposed Order is attached hereto as **Exhibit B**.

4. The U.S. Trustee, counsel to PrimeRevenue, Inc., and counsel to the Committee have confirmed that they have no objection to entry of the Revised Proposed Order.

WHEREFORE, the Debtors respectfully request entry of the Revised Proposed Order attached hereto as **Exhibit A**.

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² Capitalized terms not defined herein have the meaning ascribed to them in the Motion.

Dated: October 17, 2024
Wilmington, Delaware

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